

Steve W. Berman (*pro hac vice*)
HAGENS BERMAN SOBOL SHAPIRO LLP
1918 Eighth Avenue, Suite 3300
Seattle, Washington 98101
Telephone: 206-623-7292
Email: steve@hbsslaw.com

*Co-Lead Counsel in the MDL Proceeding
for the Ignition Switch Plaintiffs and Certain Non-
Ignition Switch Plaintiffs; and Counsel for the
People of the State of California, acting by and
through Orange County District Attorney Tony
Rackauckas and the State of Arizona*

Mark P. Robinson Jr. (*pro hac vice*)
ROBINSON CALCAGNIE ROBINSON
SHAPIRO DAVIS, INC.
19 Corporate Plaza Drive
Newport Beach, California 92660
Telephone: 949-720-1288
Email: mrobinson@rcrlaw.net

*Counsel for the People of the State of California,
acting by and through Orange County District
Attorney Tony Rackauckas*

Elizabeth J. Cabraser
LIEFF CABRASER HEIMANN & BERNSTEIN,
LLP
275 Battery Street, 29th Floor
San Francisco, California 94111
Telephone: 414-956-1000
Email: ecabraser@lchb.com

*Co-Lead Counsel in the MDL Proceeding
for the Ignition Switch Plaintiffs and Certain Non-
Ignition Switch Plaintiffs*

Edward S. Weisfelner
BROWN RUDNICK LLP
Seven Times Square
New York, New York 10036
Telephone: 212-209-4800
Email: eweisfelner@brownrudnick.com

-and-

Sander L. Esserman
STUTZMAN, BROMBERG, ESSERMAN &
PLIFKA, P.C.
2323 Bryan Street, Suite 2200
Dallas, Texas 75201
Telephone: 214-969-4900
Email: esserman@sbeb-law.com

*Designated Counsel in the Bankruptcy Proceeding
for the Ignition Switch Plaintiffs and Certain Non-
Ignition Switch Plaintiffs*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
MOTORS LIQUIDATION COMPANY, et al.,	:	Case No.: 09-50026 (REG)
f/k/a General Motors Corp., et al.,	:	
	:	
Debtors.	:	(Jointly Administered)
-----X		

**MOTION TO WITHDRAW THE REFERENCE OF (I)
MOTION BY GENERAL MOTORS LLC TO ENFORCE THE
STAY IMPOSED BY THE JUDGMENT, DATED JUNE 1, 2015,
AGAINST THE STATES AND PLAINTIFFS REPRESENTED
BY DESIGNATED COUNSEL, AND (II) THE IGNITION SWITCH
PLAINTIFFS', CERTAIN NON-IGNITION SWITCH PLAINTIFFS' AND THE
STATES' OBJECTION TO MOTION BY GENERAL MOTORS LLC TO ENFORCE
THE STAY IMPOSED BY THE JUDGMENT, DATED JUNE 1, 2015, AGAINST
THE STATES AND PLAINTIFFS REPRESENTED BY DESIGNATED COUNSEL**

The Ignition Switch Plaintiffs,¹ certain Non-Ignition Switch Plaintiffs,² the State of Arizona *ex rel.* Mark Brnovich, the Attorney General, and the People of the State of California, by and through Orange County District Attorney Tony Rackauckas, through the undersigned counsel, respectfully submit this Motion to Withdraw the Reference pursuant to 28 U.S.C. § 157(d), Bankruptcy Rule 5001 and Local Bankruptcy Rule 5011-1 and seek entry of an order, substantially in the form attached hereto as **Exhibit A**, withdrawing the reference to the Bankruptcy Court with regard to the Motion to Compel³ and Objection⁴ for the reasons set forth in the accompanying Memorandum of Law.

As described in greater detail in the Memorandum of Law, withdrawal of the reference is appropriate because “cause” for withdrawal exists under 28 U.S.C. § 157(d). The Motion to Compel is a baseless pleading seeking to circumscribe the Plaintiffs’ and the States’ fundamental right to seek to withdraw the reference under 28 U.S.C. § 157(d). Withdrawal of the reference for this contested matter will promote judicial economy by procedurally consolidating this

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the *Decision on Motion to Enforce Sale Order*, In re Motors Liquidation Co., 529 B.R. 510 (Bankr. S.D.N.Y. 2015) (the “Decision”) or in the *Judgment*, dated June 1, 2015 [ECF No. 13177] (the “Judgment”). The term “Ignition Switch Plaintiffs” shall mean those plaintiffs who own or lease a vehicle with the Ignition Switch Defect involved in the February and March 2014 Recalls (Recall No. 14-V-047). Thus, the term Ignition Switch Plaintiffs as used in this Motion includes only Plaintiffs who own or lease those vehicles, and does not include those Plaintiffs who own or lease other vehicles with defective ignition switches (made by both Old and New GM) that were recalled in June and July of 2014. Except where otherwise indicated, references to “ECF No. __” are to docket entries in the Bankruptcy Court proceedings: In re Motors Liquidation Co., Bankr. Case No. 09-50026 (REG).

² The term “Non-Ignition Switch Plaintiffs” shall mean all plaintiffs that have commenced a lawsuit against New GM asserting economic losses based on or arising from an alleged defect, other than the Ignition Switch in the vehicles subject to Recall No. 14-V-047, or based on or arising from economic losses and diminution in value of their GM-branded vehicles based on the Ignition Switch Defect or other alleged defects in Old and New GM vehicles. The Non-Ignition Switch Plaintiffs together with the Ignition Switch Plaintiffs are defined herein as the “Plaintiffs.”

³ See Motion By General Motors LLC To Enforce The Stay Imposed By The Judgment, Dated June 1, 2015, Against The States And Plaintiffs Represented By Designated Counsel, dated July 10, 2015 [ECF No. 13289] (the “Motion to Compel”), attached hereto as **Exhibit B**.

⁴ See The Ignition Switch Plaintiffs’, Certain Non-Ignition Switch Plaintiffs’ and the States’ Objection to Motion to Withdraw the Reference of (I) Motion By General Motors LLC To Enforce The Stay Imposed By The Judgment, Dated June 1, 2015, Against The States And Plaintiffs Represented By Designated Counsel, dated August 5, 2015 filed contemporaneously herewith, attached hereto as **Exhibit C**.

pleading with the *Motion to Withdraw the Reference for the Ignition Switch Plaintiffs' No Strike Pleading with Regard to the Second Amended Consolidated Complaint; and the Non-Ignition Switch Plaintiffs' (I) Objection Pleading with Regard to the Second Amended Consolidated Complaint and (II) GUC Trust Asset Pleading*, dated June 24, 2015 [ECF No. 13250] and the *Motion to Withdraw the Reference with Regard to No Strike Pleadings*, dated June 16, 2015 [ECF No. 13213], which raise common issues and are fully briefed before the District Court. Moreover, as set forth in the Memorandum of Law, this contested matter is a non-core proceeding, and does not implicate concerns regarding the uniformity of bankruptcy administration and forum shopping. Accordingly, withdrawal of the reference is appropriate under the Orion Pictures factors.⁵

WHEREFORE, the Plaintiffs and the States respectfully request that the District Court enter an Order substantially in the form attached hereto as **Exhibit A** withdrawing the reference for the Motion to Compel and Objection, and granting such other and further relief as the District Court deems just and proper.

Dated: New York, New York
August 5, 2015

/s/ Edward S. Weisfelner

Edward S. Weisfelner
May Orenstein
Howard S. Steel
BROWN RUDNICK LLP
Seven Times Square
New York, New York 10036
Tel: 212-209-4800
eweisfelner@brownrudnick.com
morenstein@brownrudnick.com
hsteel@brownrudnick.com

⁵ See Orion Pictures Corp. v. Showtime Networks, Inc. (In re Orion Pictures Corp.), 4 F.3d 1095, 1101 (2d Cir. 1993).

-and-

Sander L. Esserman
**STUTZMAN, BROMBERG, ESSERMAN
& PLIFKA, A PROFESSIONAL
CORPORATION**
2323 Bryan Street, Ste 2200
Dallas, Texas 75201
Tel: 214-969-4900
esserman@sbep-law.com

*Designated Counsel in the Bankruptcy
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and Certain Non-Ignition Switch Plaintiffs*

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